

INNOTRAC PRINTING & GRAPHICS, INC.

86-12512

AUGUST 28, 1986

FULTON

DP

JOSPIN WALTER E

DUPLICATE

DUPLICATE



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105/2

OFFICE OF SECRETARY OF STATE

I, Max Cleland, Secretary of State of the State of Georgia, do hereby certify that

"INNOTRAC PRINTING & GRAPHICS, INC."

has been duly incorporated under the laws of the State of Georgia on the 28th day of August, 19 86, by the filing of articles of incorporation in the office of the Secretary of State and the fees therefor paid, as provided by law, and that attached hereto is a true copy of said articles of incorporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of my office, at the Capitol, in the City of Atlanta, this 28th day of August in the year of our Lord One Thousand Nine Hundred and Eighty Six and of the Independence of the United States of America the Two Hundred and Eleven

Max Cleland

SECRETARY OF STATE
CORPORATION COMMISSIONER

ARTICLES OF INCORPORATION

I.

The name of the corporation is:

Innotrac Printing & Graphics, Inc.

II.

The Corporation is organized pursuant to the provisions of the Georgia Business Corporation Code.

III.

The Corporation shall have perpetual duration.

IV.

The Corporation is organized for the following purposes:

To engage in any lawful act or activity for which corporations may be organized under the Georgia Corporation Code; including, but not limited to, offset printing and graphic design and related businesses;

To do each and every thing necessary, suitable or proper for the accomplishment of any of the purposes or the attainment of any one or more of the objects herein enumerated, or which shall at any time appear conducive to or expedient for the protection or benefit of the Corporation.

IN FURTHERANCE OF AND NOT IN LIMITATION of the general powers conferred by the laws of the State of Georgia and the objects and purposes herein set forth, it is expressly provided that to such extent as a corporation organized under the Georgia Business Corporation Code may

now or hereafter lawfully do, the Corporation shall have the power to do, either as principal or agent and either alone or in connection with other corporations, firms or individuals, all and everything necessary, suitable, convenient or proper for, or in connection with, or incident to, the accomplishment of any of the purposes or the attainment of any one or more of the objects herein enumerated, or designed directly or indirectly to promote the interests of the Corporation or to enhance the value of its properties; and in general to do any and all things and exercise any and all powers, rights and privileges which a corporation may now or hereafter be authorized to do or to exercise under the Georgia Business Corporation Code or under any act amendatory thereof, supplemental thereto or substituted therefor.

The foregoing provisions of this Article IV shall be construed both as purposes and powers and each as an independent purpose and power. The foregoing enumeration of specific purposes and powers herein specified shall, except when otherwise provided in this Article IV, be in no wise limited or restricted by reference to, or inference from the terms of any provision of this or any other Article of these Articles of Incorporation.

V.

The Corporation shall have authority to issue not more than 10,000 shares of common stock of \$.01 par value per share.

The Corporation may purchase its own shares of capital stock out of unreserved and unrestricted earned surplus and capital surplus available therefor and as otherwise provided by law.

The Board of Directors may from time to time distribute to shareholders out of capital surplus of the Corporation a portion of its assets, in cash or in property.

VI.

None of the holders of any stock of the Corporation of any kind, class or series now or hereafter authorized shall have preemptive rights with respect to any shares of capital stock of the Corporation of any kind, class or series now or hereafter authorized.

VII.

The initial registered office of the Corporation shall be at 100 Peachtree Street, Suite 3100, Atlanta, Georgia 30043. The initial registered agent of the Corporation shall be Walter E. Jospin.

VIII.

The initial Board of Directors shall consist of two members whose names and addresses are as follows:

Scott Dorfman
6145 Northbelt Parkway,
Suite 11
Norcross, Georgia 30071

Julie Dorfman
6145 Northbelt Parkway,
Suite 11
Norcross, Georgia 30071

IX.

The name and address of the incorporator is:

Walter E. Jospin
100 Peachtree Street
Suite 3100
Atlanta, Georgia 30043

X.

The Corporation shall not commence business until
it shall have received not less than \$500 in payment for the
issuance of shares of stock.

IN WITNESS WHEREOF, the undersigned has executed
these Articles of Incorporation.


Incorporator

RECEIVED

1996 AUG 28 PM 3:48

SECRET
CORPORATION

CONSENT TO APPOINTMENT AS REGISTERED AGENT

TO: Max Cleland
Secretary of State
Ex-Officio Corporation Commissioner
State of Georgia

I, Walter E. Jospin, hereby consent to serve as
registered agent for Innotrac Printing & Graphics, Inc.

August 25, 1986.



Walter E. Jospin

Address of registered agent:

100 Peachtree Street
Suite 3100
Atlanta, Georgia 30043



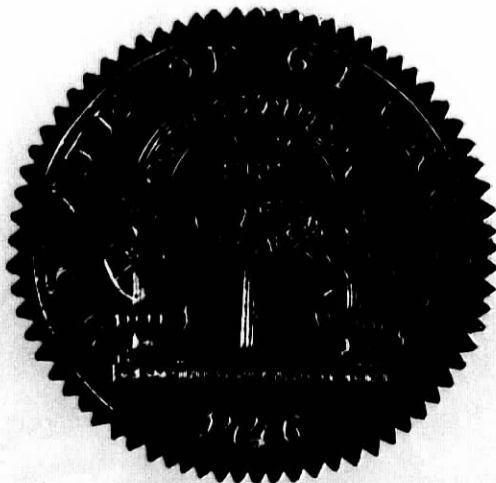
I, Max Cleland, Secretary of State of the State of Georgia, do hereby certify that

based on a diligent search of the records on file in this office, I find that the name of the following proposed domestic corporation to wit

"INNOTRAC PRINTING & GRAPHICS, INC."

is not identical with or confusingly similar to the name of any other existing domestic or domesticated or foreign corporation registered in the records on file in this office or to the name of any other proposed domestic or domesticated, or foreign corporation as shown by a certificate of the Secretary of State heretofore issued and presently effective.

This certificate is in full force and effective for a period of 4 calendar months from date of issuance. After such period of time, this certificate is void.



In TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of my office, at the Capitol, in the City of Atlanta, this 28th day of August, in the year of our Lord One Thousand Nine Hundred and Eighty Six and of the Independence of the United States of America the Two Hundred and Eleven.

Max Cleland

SECRETARY OF STATE
CORPORATION COMMISSIONER

LAW OFFICES

KILPATRICK & CODY

SUITE 3100
100 PEACHTREE STREET
ATLANTA, GEORGIA 30043

TELEPHONE (404) 572-6500
TELEPHONE COPIER (404) 572-6555
TELEX 54-2307

WRITER'S DIRECT DIAL NUMBER

OTHER OFFICES:

SUITE 1750
100 GALLERIA PARKWAY, N.W.
ATLANTA, GEORGIA 30339

SUITE 800
2501 M STREET, N.W.
WASHINGTON, D.C. 20037

HULTON HOUSE
161-166 FLEET STREET
LONDON EC4A 2 HB, ENGLAND

8-28-86 SJSPD
See insert
Invoice

August 25, 1986

86241054

Secretary of State
Corporations Department
Floyd Towers
Plaza Level - West
200 Piedmont Avenue, S.E.
Atlanta, Georgia 30334

Dear Sir:

An original and two copies of the Articles of Incorporation for ~~Innotrac~~ Printing & Graphics, Inc. are hereby delivered to you for filing, together with the following items required by the Georgia Business Corporation Code:

- 1) An original and two copies of a certificate issued by the Secretary of State reserving the proposed corporate name;
- 2) An original and two copies of a Consent to Appointment as Registered Agent;
- 3) A check payable to the Secretary of State in the amount of \$20.00 for fees pursuant to O.C.G.A. §14-2-371;
- 4) A check in the amount of \$22.00 for filing fees payable to the Clerk of the Superior Court of Fulton County, Georgia;
- 5) A letter addressed to Southern Israelite containing the required notice for publication, in which it is respectfully requested that the date of incorporation be inserted; and

KILPATRICK & CODY

Secretary of State
August 25, 1986
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- 6) A check in the amount of \$60.00 payable to
Southern Israelite.

It is respectfully requested that a Certificate of
Incorporation be issued and that such Certificate, together
with one copy of the Articles of Incorporation, be returned
to the undersigned.

Sincerely,

A handwritten signature in dark ink, appearing to read "Walter E. Jospin". The signature is fluid and cursive, with the first name "Walter" being more prominent than the last name "Jospin".

Walter E. Jospin
KILPATRICK & CODY
Attorneys for Innotrac Printing
& Graphics, Inc.

CONSENT TO USE OF CORPORATE NAME

August 28, 1986
(Date)

MAX CLELAND
Secretary of State
Suite 306, West Tower
2 Martin Luther King, Jr., Drive, S.E.
Atlanta, Georgia 30334

I, the undersigned, being authorized as an officer of the below named corporation do hereby give consent to your office to issue a name reservation certificate for the following proposed corporation:

Innotrac Printing & Graphics, Inc.
(Name of New Corporation)

This is to advise your office that my corporation has no objection to the above name being granted as a name reservation and that name being incorporated under Georgia Law or qualified as a foreign corporation to do business in Georgia. This consent is given in response to a request by the incorporator or his representative of the above styled corporation.

Sincerely yours,


(Signature)

Miles J. Alexander

(Type or Print Name and Title of Above)

Innotrac Corp.

(Type or Print Name of Corporation)

3100 Equitable Building

(Address of Corporation)

Atlanta, Georgia 30043